

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

| | | |
|-----------------------------------|---|--|
| In re: |) | Chapter 11 |
| |) | |
| W.R. Grace & Co., <u>et al.</u> , |) | Case No. 01-01139 (JKF) |
| |) | (Jointly Administered) |
| |) | |
| Debtors. |) | Objection Deadline: November 23, 2006 |
| |) | Hearing Date: TBD only if necessary |

**SUMMARY OF THE APPLICATION OF WILLIAM D. SULLIVAN, LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM JULY 24, 2006 THROUGH AUGUST 31, 2006**

| | |
|--|--|
| Name of Applicant: | William D. Sullivan, LLC |
| Authorized to Provide Professional Services to: | Zonolite Attic Insulation Claimants |
| Date of Appointment: | July 22, 2002 ¹ |
| Period for which compensation and Reimbursement is sought: | July 24, 2006 through August 31, 2006 |
| Amount of Compensation sought as actual, Reasonable, and necessary: | \$ 1,950.00 |
| Amount of Expenses Reimbursement: | \$ 0.00 |
| This is a: <input checked="" type="checkbox"/> monthly <input type="checkbox"/> quarterly <input type="checkbox"/> final application | |

Prior Application filed: No.

This is the first application of William D. Sullivan, LLC ("Sullivan") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case.

¹ William D. Sullivan presently serves as Delaware Counsel to the ZAI Claimants, through the firm of William D. Sullivan, LLC. Mr. Sullivan was designated as Delaware Counsel to the ZAI Claimants by Edward Westbrook, Lead Counsel to the ZAI Claimants, pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508). The ZAI Claimants Revised Designation was approved by the Court by Order dated August 26, 2002 (D.I. 2617). Mr. Sullivan was previously employed by the firms of Elzufon Austin Reardon Tarlov and Mondell (through September 20, 2004) and Buchanan Ingersoll (September 20, 2004 through July 21, 2006). Those firms are no longer involved in the representation of the ZAI Claimants.

The total expended for the preparation of this application is approximately 1.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$480.00.

The Sullivan attorneys who rendered professional services in these cases during the Fee Period are:

| Name of Professional Person | Position with the applicant | Number of years as an attorney | Department | Hourly billing rate | Total billed hours | Total compensation |
|-----------------------------|-----------------------------|--------------------------------|------------|---------------------|--------------------|--------------------|
| William D. Sullivan | Partner | 17 | Bankruptcy | \$320.00 | 6.5 | \$1,950.00 |
| TOTALS | | | | | 6.5 | \$1,950.00 |

No paraprofessional rendered professional services in these cases during the Fee Period.

Compensation by Project Category

| Category | Total Hours | Total Fees |
|------------------------|-------------|------------|
| 11 - Fee Applications | 0.0 | \$0.00 |
| 20-Travel-Non-working | 0.0 | \$0.00 |
| 22 - ZAI Science Trial | 6.5 | \$1,950.00 |
| TOTALS | 6.5 | \$1,950.00 |

11 - Fee Applications, Applicant

| Description | Amount |
|--------------------------------------|--------|
| Messenger Service | \$0.00 |
| Copying - In-house (\$0.07 per page) | \$0.00 |
| Postage for fee applications | \$0.00 |
| On-line Search Service (CM/ECF) | \$0.00 |
| Total | \$0.00 |

Dated: November 3, 2006
Wilmington, Delaware

WILLIAM D. SULLIVAN, LLC

/s/ William D. Sullivan

William D. Sullivan (No. 2820)
4 East 8th Street, Suite 400
Wilmington, DE 19801
Telephone: (302) 428-8191
FAX: (302) 428-8195

Delaware Counsel for the ZAI Claimants

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| |) | (Jointly Administered) |
| |) | |
| Debtors. |) | Objection Deadline: November 23, 2006 |
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**FEE DETAIL FOR THE APPLICATION OF WILLIAM D. SULLIVAN, LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM
JULY 24, 2006 THROUGH AUGUST 31, 2006**

William D Sullivan, LLC

4 East 8th Street, Suite 400

Wilmington, DE 19801

Tel: (302) 428-8191

Fax:(302) 428-8195

Tax ID # 20-5238500

Ed Westbrook, Esq.
 Richardson, Patrick, Westbrook & Brickman
 1037 Chuck Dawley Blvd, Building A
 Mt. Pleasant SC 29264

September 18, 2006

Invoice # 10019

In Reference To: W.R. Grace - ZAI Claimants
C.A. 01-01139 (JKF)

Professional Services

| | <u>Hours</u> | <u>Amount</u> |
|--|--------------|-------------------|
| 7/24/2006 WDS Attend omnibus hearing re: status of mediation, exclusivity hearing | 2.50 | 750.00 |
| 8/21/2006 WDS Conference with Canadian counsel regarding status of ZAI matter | 0.50 | 150.00 |
| WDS Attend hearing on claims litigation and handling of Canadian ZAI claims | 3.00 | 900.00 |
| 8/25/2006 WDS Review Debtor's Motion for 2004 Examination; e-mail to co-counsel regarding same | 0.50 | 150.00 |
| For professional services rendered | <u>6.50</u> | <u>\$1,950.00</u> |
| Balance due | | <u>\$1,950.00</u> |

Timekeeper Summary

| <u>Name</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|--------------------|--------------|-------------|---------------|
| William D Sullivan | 6.50 | 300.00 | \$1,950.00 |

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| In re: |) | Chapter 11 |
| |) | |
| W.R. Grace & Co., <u>et al.</u> , |) | Case No. 01-01139 (JKF) |
| |) | (Jointly Administered) |
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| Debtors. |) | Objection Deadline: November 23, 2006 |
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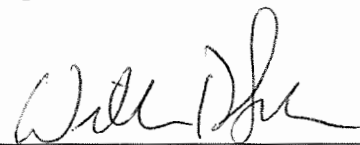
**VERIFICATION OF THE APPLICATION OF WILLIAM D. SULLIVAN, LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM JULY 24, 2006 THROUGH AUGUST 31, 2006**

I, William D. Sullivan, do hereby verify the following with respect to the Application Of William D. Sullivan, LLC ("Sullivan") For Compensation For Services And Reimbursement Of Expenses As ZAI Local Counsel For The Interim Period From July 24, 2006 Through August 31, 2006:

1. I am an attorney with the applicant law firm, William D. Sullivan, LLC, admitted to appear before this Court.
2. I personally performed many of the legal services for which Sullivan is seeking interim compensation and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the other Sullivan attorneys for whose work compensation is being sought.
3. I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I am familiar with Del.Bankr.L.R. 2016-2 and have reviewed the Court's *Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members*, signed April 17,

2002, and believe that the foregoing application substantially complies with Rule 2016-2 and the Order.

Dated: November 3, 2006

A handwritten signature in dark ink, appearing to read 'William D. Sullivan', is written over a horizontal line.

William D. Sullivan (No. 2820)
4 East 8th Street, Suite 400
Wilmington, DE 19801
Telephone: (302) 428-8191
FAX: (302) 428-8195

CERTIFICATE OF SERVICE

I, William D. Sullivan, certify that I am not less than 18 years of age and that I caused service of the within *Application of William D. Sullivan, LLC for Compensation for Services and Reimbursement of Expenses as ZAI Local Counsel for the Interim Period from July 24, 2004 through August 31, 2006* to be made this November 3, 2006 upon the parties identified on the attached service list, in the manner indicated:

November 3, 2006
Date

/s/ William D. Sullivan
William D. Sullivan

SERVICE LIST

E-mail: smcfarland@pszyj.com

(Counsel for Debtors and Debtors in Possession)

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Philip Bentley, Esquire

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